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CT Corporation System

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32310 222-1092

City State Zip Phone

CORPORATION(S) NAME

300002498229--1

-04/23/98--01078--019  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

300002498229--1

-04/23/98--01078--027  
\*\*\*\*\*796.25 \*\*\*\*\*61.25

Grand Lagoon Associates, Ltd.

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☐ Profit  
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Limited Liability Company

☒ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Name Registration

☐ Change of R.A.

☐ Fictitious Name

☐ UCC-1 Financing Statement

☐ UCC-3 Filing

☒ Certified Copy

☐ Photo Copies

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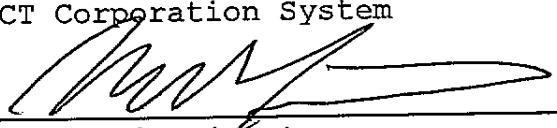
CR2E031 (1-89)

Florida Department of State, Jim Smith, Secretary of State

APPLICATION BY FOREIGN LIMITED PARTNERSHIP  
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

1. Grand Lagoon Associates, Ltd.  
(Name of limited partnership as it is in the home state;
2. N/A  
(if name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")
3. Texas  
(State of Formation)
4. April 15, 1998  
(Date of Formation)
5. CT Corporation System  
(Name of Registered Agent for Service of Process)
6. c/o CT Corporation System, 1200 South Pine Island Road  
(Street Address of Registered Agent for Service of Process)  
Plantation, Florida 33324  
(City\State) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process.  

CT Corporation System

By:   
Officer's Signature  
**MICHAEL E. JONES**  
**ASSISTANT SECRETARY**  
(Type Officer Name and Title)
8. 10670 North Central Expressway, #600, Dallas, Texas 75231  
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office)
9. NAME OF GENERAL PARTNER\SPECIFIC ADDRESS  
ART Florida Partners II, Inc. ✓ F98000002299  
10670 North Central Expressway  
Suite 600  
Dallas, Texas 75231

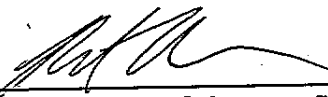
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10. 10670 North Central Expressway, #600, Dallas, Texas 75231  
(Office where Names, Addresses and Contributions of Limited Partners are kept)
11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.
12. 10670 North Central Expressway, #600, Dallas, Texas 75231  
(Mailing Address of Limited Partnership)

This 22nd day of April, 1998.

ART Florida Partners II, Inc.  
General Partner

By:

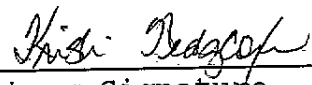
  
Robert A. Waldman, Secretary

STATE OF TEXAS

COUNTY OF DALLAS

THE FOREGOING instrument was acknowledged and sworn to before me this 22nd day of April, 1998, by Robert A. Waldman, Secretary of the General Partner of Grand Lagoon Associates, Ltd. (Name of Limited Partnership), a Texas limited partnership, on behalf of the limited partnership.

(SEAL)

  
Notary Signature



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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Robert A. Waldman, Secretary of Art Florida Partners, II, General Partner of Grand Lagoon Associates, Ltd., a Texas limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$10.00.
2. The anticipated amount of the capital contributions of the limited partner that is allocated for the purposes of transacting business in Florida is \$10.00.

This 22nd day of April, 1998.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief.

ART FLORIDA PARTNERS II, INC.,  
General Partner

By: \_\_\_\_\_

Robert A. Waldman, Secretary

STATE OF TEXAS

COUNTY OF DALLAS

April 22, 1998

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared, Robert A. Waldman, Secretary of ART Florida Partners II, Inc., General Partner, known to me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22nd day of April, 1998.



Kristi Hedgcox  
Signature of Notary Public

Kristi Hedgcox  
Printed Name of Notary Public

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